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February 4, 2003

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Thomas J. Krueger, Esq.
Associate Regional Counsel
United States Environmental Protection Agency
Region 5
77 West Jackson Boulevard, Sixth Floor
Chicago, Illinois 60604

Re: Ellsworth Industrial Park Superfund Site

Dear Mr. Krueger:

On behalf of Litton System, Inc. ("Litton"), I am writing to request that the United States Environmental Protection Agency withdraw the special notice letter it issued to Litton on October 11, 2002. I am also requesting that USEPA remove Litton from the list of PRPs that the Agency is pursuing with regard to the Ellsworth Industrial Park remediation.

For quite some time, USEPA has been investigating the presence of trichloroethylene and tetrachloroethylene at and around the Ellsworth site. On August 1, 2002, USEPA issued a general notice letter under CERCLA to Litton. Litton's receipt of the letter was apparently based on purported contamination caused by a long-ago defunct company once known as Liberty Copper & Wire that operated at 2333 Wisconsin Avenue in Downers Grove, Illinois ("**Liberty Site**").

On September 6, 2002, Jill M. Palmer, on behalf of Litton, responded to the general notice letter. Ms. Palmer explained that Litton's records showed no information linking the Liberty Site to the Ellsworth contamination. Ms. Palmer requested at that time that USEPA provide information to show that Liberty had, in fact, contributed to contamination at the Ellsworth Site, particularly the PCE and TCE contamination currently the focus of USEPA's efforts. Ms. Palmer stated that Litton would participate in remediation efforts to the extent of its responsibility for contamination, if any.

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On October 11, 2002, USEPA issued its special notice letter to 20 potentially responsible parties identified at the Ellsworth Site, including Litton. The Agency's special notice letter provided no new information regarding a connection between the Liberty Site and the PCE and TCE contamination at the Ellsworth Industrial Park. Nevertheless, Ms. Palmer again responded on Litton's behalf and expressed Litton's willingness to participate in negotiations with USEPA if some reliable evidence was presented that linked the Liberty Site to the contamination of concern.

Despite the lack of any response from USEPA to Litton's requests, Litton has in good faith continued to participate with the group of PRPs negotiating with USEPA. The same cannot be said for other PRPs that did not respond to the special notice letter.

Negotiations have been ongoing and intense, particularly since the PRPs first submitted a proposed good faith offer on December 17, 2002. The PRP group submitted a supplemental good faith offer to the Agency on January 27, 2003, and Litton again signed on despite any of the requested information from USEPA.

Throughout this process, Litton has continued to request from USEPA information linking any of the activities at the Liberty Site to the TCE and PCE contamination that is driving the Ellsworth remediation. So far, no such information has been provided.

Litton has done its own investigation. We have reviewed all of the information that the USEPA provided to us pursuant to our Freedom of Information Act request. Litton has learned that several environmental assessments have been performed at the Liberty Site -- none of which have shown any link between the Liberty Site or operations and any current problems with TCE and PCE.

These environmental assessments include the 1993 PRC Environmental Management "Preliminary Assessment/Visual Site Inspection" prepared for USEPA. The PRC report included no evidence that any of the materials used at the Liberty Site have anything to do with the current PCE and TCE contamination.

In 1996 (over a decade after Litton last owned the Liberty Site), a leaking underground storage tank incident at the Site prompted an investigation by the Illinois Environmental Protection Agency. The IEPA concluded on March 1, 1996, that no further remediation would be required, based on its review of a report prepared by SITE Environmental Services, Inc.


More recently, USEPA ordered an investigation by Weston Solutions, Inc. The results of Weston's investigation seem to further demonstrate that none of the TCE or PCE contamination came from the Liberty Site. The Liberty Site was clearly part of the Weston investigation. In January 2002, the Liberty Site was identified in the Site Assessment Work Plan as a location requiring study (Work Plan, p. 7). In May, Weston issued a Final Preliminary Groundwater Investigation Report, again listing the Liberty Site as a potential contamination source (Final Preliminary Report, p. 9). However, in August, when Weston issued its Phase II Site Assessment Report, the Liberty Site was not included as a Probable Source Facility, a Potential Source Facility, or even a Facility Requiring Further Evaluation. (Phase II Report, pp. 5-9 to 5-13.) Indeed, it appears that the Weston investigation found absolutely no evidence linking the Liberty Site to any TCE or PCE contamination.

Based on the evidence currently available and the materials that USEPA has provided to Litton, there does not appear to be any evidence showing that the Liberty Site has any relationship to any of the current problems with TCE or PCE at the Ellsworth Site. To be sure, USEPA has identified numerous companies in the area that have used TCE or PCE at the Ellsworth Site. So far, however, geographic proximity appears to be the only link between the Liberty Site and those other companies. More, of course, is required for CERCLA liability to attach.

When we last spoke two weeks ago, you indicated that you thought there might be some civil investigative files that you could provide to us to show some connection between the Liberty Site and the Ellsworth contamination. We have not received any of these files or any other new information from the Agency.

As you know, the Agency is requiring the PRP group to decide by tomorrow, Wednesday, February 5, whether it will agree to immediate residential hook ups. As I have repeatedly informed the Agency and the RPP group, Litton's continued participation in the Ellsworth remediation depends on whether the Agency can produce evidence that Litton is, in fact, legally required to participate. At this point, we have no such evidence.

Sincerely,



Peter M. Friedman

cc: Jill Palmer